IN THE HIGH COURT OF BOMBAY AT GOA

COMPANY APPLICATION NO. 49 OF 2005

Zuari River Agrotech
Pvt. Ltd., Alto de Porvorim,
Bardez, Goa. ... Applicant

versus

Mr. D. J. Pangam, Advocate for the Applicant.

CORAM : N. A. BRITTO, J.

DATE : 18TH NOVEMBER, 2005

P.C.:-

Heard Mr. D. J. Pangam, the learned Counsel appearing on behalf of the applicant-Company who has filed an application under Section 391 of the Companies Act, 1956.

Mr. Pangam has also filed an additional affidavit of Mr. Mark Rodrigues, one of the two Directors of the applicant-Company. The same be placed on record. The Minutes of the Order have also been filed.

Upon perusal of the petition and hearing the learned Counsel appearing on behalf of the applicant, it is ordered that the convening and holding of the meeting of the Equity Shareholders of the applicant-Company to consider and approve the Scheme of Amalgamation of the applicant-Company with Crystal Island Park Pvt. Ltd. is dispensed with in view of the consent given by both the shareholders of the applicant-Company. The consent letters of the Equity Shareholders are annexed as Exh. J to the affidavit dated 18-11-2005 of Mr. Mark Rodrigues, Director in support of summons for directions.

It is also hereby ordered that the Company holding of unsecured creditors of the applicant-Company to consider and approve the Scheme of Amalgamation of the applicant with Crystal Island Park Pvt.Ltd. is dispensed with in view of the averments made in paras 23 and 24 of the affidavit dated 29-10-2005 of Mr. Mark Rodrigues, Director in support of the summons for directions and consent letters of the unsecured creditors of the applicant-Company annexed as Exh. J to the said affidavit dated 29-10-2005.

It is further ordered that issue of notices, advertisements and publications in newspapers and Government Gazette be dispensed with.

N. A. BRITTO, J.

RD.